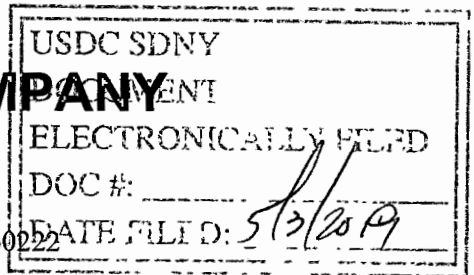


SURETEC INSURANCE COMPANY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



-----X
ESPIRITU SANTO HOLDINGS, LP,

BOND NO. 3460222

Petitioner,

UNDERTAKING ON TEMPORARY RESTRAINING ORDER

vs.

LIBERO PARTNERS, LP,

Civil Action No.: 19 CV 03930

and

ESPIRITU SANTO TECHNOLOGIES, LLC,

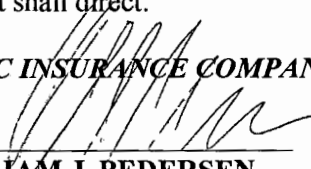
Respondents.
-----X

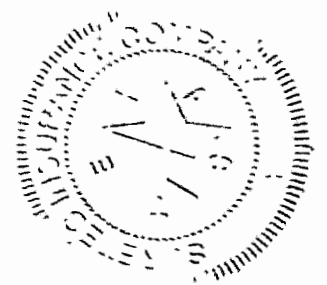
WHEREAS, the above named Petitioner, ESPIRITU SANTO HOLDINGS, LP, has applied for a Temporary Restraining Order in the above entitled action, restraining and enjoining the Respondents, LIBERO PARTNERS, LP and ESPIRITU SANTO TECHNOLOGIES, LLC, from doing things as more fully set forth in the Order signed by the Hon. Colleen McMahon on May 2, 2019 under and by virtue of the Federal Rules of Civil Procedure upon the posting of security in the sum of **FIFTY THOUSAND AND 00/100 (\$50,000.00) DOLLARS**.

NOW, THEREFORE, the **SURETEC INSURANCE COMPANY**, duly licensed to transact business in the State of New York and having an office and principal place of business at 3033 5th Ave, #300, San Diego, CA, 92103, as Surety, does hereby undertake in the sum of **FIFTY THOUSAND AND 00/100 (\$50,000.00) DOLLARS** that the Petitioner, ESPIRITU SANTO HOLDINGS, LP, will pay to the Respondents, so restrained and enjoined, such damages and costs not exceeding the sum of **FIFTY THOUSAND AND 00/100 (\$50,000.00) DOLLARS**, as Respondents, may sustain by reason of the Temporary Restraining Order, if the Court shall finally decide that ESPIRITU SANTO HOLDINGS, LP was not entitled thereto: such damages and costs to be ascertained by a reference, or otherwise as the Court shall direct.

Dated: May 2, 2019

SURETEC INSURANCE COMPANY

By: 
WILLIAM J. PEDERSEN
ATTORNEY-IN-FACT
SURETY ACKNOWLEDGEMENT

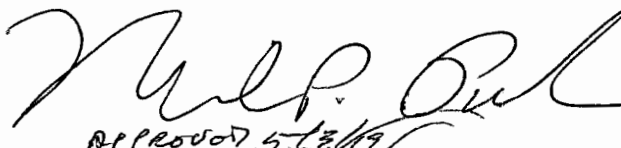


STATE OF NEW YORK
COUNTY OF NEW YORK

SS:

On this 2nd day of May in the year 2019, before me personally came **William J. Pedersen** to me known, who being by me duly sworn, did depose and say that he resides in **New York, N.Y.**; that he is Attorney-in-Fact of **SURETEC INSURANCE COMPANY**, the corporation described in and which executed the above instrument; that he knows the seal affixed to said instrument is such corporate seal; that it was affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

Neil P. Pedersen
Notary Public, State of New York
No. 01-PE6236258
Qualified in New York County
Commission Expires February 28, 2023


APPROVED 5/3/19
RUBY J. KRAJICK
CLERK OF COURT

BY 
Deputy Clerk



SureTec Insurance Company

LIMITED POWER OF ATTORNEY

Know All Men by These Presents, That SURETEC INSURANCE COMPANY (the "Company"), a corporation duly organized and existing under the laws of the State of Texas, and having its principal office in Houston, Harris County, Texas, does by these presents make, constitute and appoint

Neil P. Pedersen, William J. Pedersen

its true and lawful Attorney-in-fact, with full power and authority hereby conferred in its name, place and stead, to execute, acknowledge and deliver any and all bonds, recognizances, undertakings or other instruments or contracts of suretyship to include waivers to the conditions of contracts and consents of surety for, providing the bond penalty does not exceed

Five Million and 00/100 Dollars (\$5,000,000.00)

and to bind the Company thereby as fully and to the same extent as if such bond were signed by the CEO, sealed with the corporate seal of the Company and duly attested by its Secretary, hereby ratifying and confirming all that the said Attorney-in-Fact may do in the premises. Said appointment is made under and by authority of the following resolutions of the Board of Directors of the SureTec Insurance Company:

Be it Resolved, that the President, any Vice-President, any Assistant Vice-President, any Secretary or any Assistant Secretary shall be and is hereby vested with full power and authority to appoint any one or more suitable persons as Attorney(s)-in-Fact to represent and act for and on behalf of the Company subject to the following provisions:

Attorney-in-Fact may be given full power and authority for and in the name of and of behalf of the Company, to execute, acknowledge and deliver, any and all bonds, recognizances, contracts, agreements or indemnity and other conditional or obligatory undertakings and any and all notices and documents canceling or terminating the Company's liability thereunder, and any such instruments so executed by any such Attorney-in-Fact shall be binding upon the Company as if signed by the President and sealed and effected by the Corporate Secretary.

Be it Resolved, that the signature of any authorized officer and seal of the Company heretofore or hereafter affixed to any power of attorney or any certificate relating thereto by facsimile, and any power of attorney or certificate bearing facsimile signature or facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is attached. (Adopted at a meeting held on 20th of April, 1999.)

In Witness Whereof, SURETEC INSURANCE COMPANY has caused these presents to be signed by its CEO, and its corporate seal to be hereto affixed this 14th day of August, A.D. 2018.

SURETEC INSURANCE COMPANY

By:

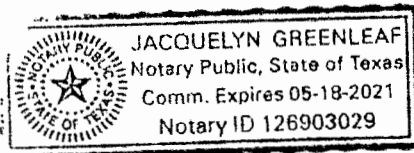
John Knox Jr., CEO

State of Texas
County of Harris

ss:



On this 14th day of August, A.D. 2018 before me personally came John Knox Jr., to me known, who, being by me duly sworn, did depose and say, that he resides in Houston, Texas, that he is CEO of SURETEC INSURANCE COMPANY, the company described in and which executed the above instrument; that he knows the seal of said Company; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said Company; and that he signed his name thereto by like order.



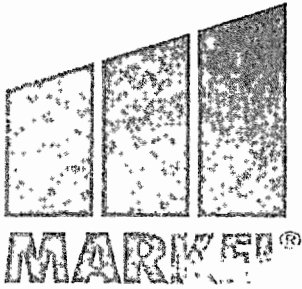
Jacquelyn Greenleaf, Notary Public
My commission expires May 18, 2021

I, M. Brent Beaty, Assistant Secretary of SURETEC INSURANCE COMPANY, do hereby certify that the above and foregoing is a true and correct copy of a Power of Attorney, executed by said Company, which is still in full force and effect; and furthermore, the resolutions of the Board of Directors, set out in the Power of Attorney are in full force and effect.

Given under my hand and the seal of said Company at Houston, Texas this

2nd day of May, 2019, A.D.
M. Brent Beaty, Assistant Secretary

Any instrument issued in excess of the penalty stated above is totally void and without any validity.
For verification of the authority of this power you may call (713) 812-0800 any business day between 8:30 am and 5:00 pm CST.



SureTec Insurance Company
2103 CityWest Boulevard, Suite 1300
Houston, TX. 77042

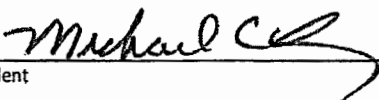
FINANCIAL STATEMENT
as of December 31, 2018
Statutory Basis

Bonds	\$ 122,341,611	Reserve for Losses and Loss Expense	\$ 13,376,492
Stocks	72,664,405	Reserve for Unearned Premiums	37,696,804
Cash & Short Term Investments	52,248,274	Other Liabilities	99,903,326
Agents Balances or Uncollected Premiums	5,737,685	TOTAL LIABILITIES	150,976,622
Other Admitted Assets	5,263,540		
		Capital Stock	5,000,000
		Surplus	102,278,893
		TOTAL POLICYHOLDERS SURPLUS	107,278,893
		TOTAL LIABILITIES AND POLICYHOLDERS SURPLUS	
TOTAL ASSETS	\$ 258,255,515		\$ 258,255,515


Bonds and stocks are valued in accordance with the basis adopted by the National Association of Insurance Commissioners,
Securities carried in the above statement are deposited as required by law.

CERTIFICATE

David Allen Wisnoski, Treasurer, and Michael Charles Keimig, President, of the SureTec Insurance Company, being duly sworn each for himself, deposes and says that they are the above described officers of the said Company and that on the 31st day of December, 2018, the Company actually possessed the assets set forth in the foregoing financial statement, except as hereinbefore indicated, and that the foregoing statement is a correct exhibit of such assets and liabilities of said Company on the 31st day of December, 2018, according to the best of their information, knowledge and belief.



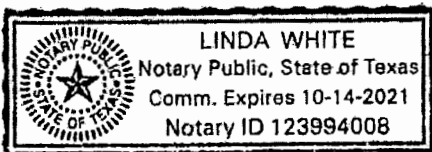
President

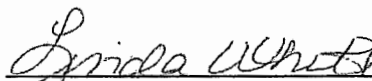


Treasurer

STATE OF TEXAS
COUNTY OF HARRIS

On this 14th day of March, 2019, before me came the above named officers of SureTec Insurance Company to me known to be the individuals and officers described herein, and acknowledge that they executed the foregoing instrument and affixed the seal of the corporation thereto by the authority of their office,





Notary Public

